

**Thomas D. McLean**  
**Chief Operating Officer**  
**Technology and Compliance Officer**

**Interagency Biographical and Financial Report**

## ***INTERAGENCY BIOGRAPHICAL AND FINANCIAL REPORT***

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Public reporting burden for this collection of information is estimated to average two hours for biographical information and two hours for financial information. This estimate includes time to gather and maintain data in the required form, to review instructions, and to complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Paperwork Reduction Act, Legal Division, Federal Deposit Insurance Corporation, 550 17th Street, NW, Washington, DC 20429; Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551; Licensing Activities Division, Comptroller of the Currency, 250 E Street, S.W., Washington, DC 20219; or Office of Supervision Policy, Office of Thrift Supervision, 1700 G Street, N.W., Washington, DC 20552; and to the Office of Management and Budget, Paperwork Reduction Project, Washington, DC 20503.

An organization or a person is not required to respond to a collection of information unless it displays a currently valid OMB control number.

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### **GENERAL INFORMATION AND INSTRUCTIONS**

This *Interagency Biographical and Financial Report* (report) is used by individuals<sup>1</sup> in conjunction with other corporate filings to the appropriate regulatory agency. This report is *not* a stand-alone document.

#### **Preparation**

Use of this report format is not mandatory. If an alternative format is used, it must provide all requested information, including the certification. All questions must be answered with complete and accurate information that is subject to verification. If the answer is "none," "not applicable," or "unknown," so state. Answers of "unknown" or "yes" should be explained.

The questions are not intended to limit the presentation nor are the questions intended to duplicate information supplied on another form or in an exhibit. For example, a cross-reference to the information is acceptable. *Any cross-reference must be made to a specific cite or location in the documents, so the information can be located easily.* Use additional sheets as necessary. Each regulatory agency will provide additional instructions for use and preparation. If the report is not complete, the regulatory agency may either request additional information or return the filing. If you are a foreign national or a United States citizen who currently resides in a foreign country, additional information may be necessary.

Financial statements from individuals must have "as of" dates of not more than 90 days prior to the date the financial report is submitted. All amounts in this report must be based on current

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<sup>1</sup> A company seeking to acquire direct or indirect control of a bank or thrift should consult with the appropriate regulatory agency for filing instructions.

market value in United States dollars<sup>2</sup> and agree with any totals in the supplementary schedules.

In addition to the sample financial schedules, you may wish to provide supplementary schedules for other items on the financial statement. If the sample financial statement is used, an answer is required to each item. If you submit an alternative Financial Report format, the information must respond to each request for information contained in the sample Financial Report.

In addition, each regulatory agency specifically reserves the right to require up to five years of financial data from any acquiring person as well as the filing of additional information and/or statements, such as a federal income tax return or a current appraisal to support an asset's value.

If you have been convicted of any criminal offense involving dishonesty, breach of trust, or money laundering, or have agreed to enter into a pretrial diversion or similar program in connection with a prosecution of such offense (12 U.S.C. § 1829), you must obtain approval from the FDIC before you can own, control, participate in the affairs of, or become an institution-affiliated party of a depository institution.

Each individual must report promptly any material change in the biographical report or financial condition that occurs during the review period for the filing. For additional information regarding the processing procedures and guidelines and any supplemental information that may be required, refer to the appropriate regulatory agency's procedural guidelines (that is, the *Comptroller's Licensing Manual*, the FDIC's Rules and Regulations (12 C.F.R. Part 303), or the OTS' *Application Processing Handbook*), contact the agency directly for specific instruction, or visit its Web site at [www.occ.treas.gov](http://www.occ.treas.gov), [www.fdic.gov](http://www.fdic.gov), [www.ots.treas.gov](http://www.ots.treas.gov), or [www.federalreserve.gov](http://www.federalreserve.gov).

## **Definitions**

For purposes of this document:

*Affiliate* means any company that owns or controls, is owned or controlled by, or is under common ownership or control with a depository institution or depository institution holding company.

*Associated* means associated as an officer, director, organizer, partner, trustee, or principal shareholder or owner.

*Company* means any corporation, association, partnership, limited liability company, business trust, sole proprietorship, joint venture, or other similar organization.

*Depository institution* means any bank (including a national, state, district, or foreign bank), savings association, savings bank, savings and loan association, building and loan association, homestead association, cooperative bank, trust company, industrial bank or loan company, or

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<sup>2</sup> Provide the foreign currency exchange rate and conversion date, if applicable.

credit union. A United States office, including a branch or agency, of a foreign bank is a depository institution.

*Management official* includes a senior executive officer, director, advisory or honorary director of a depository institution with total assets of \$100 million or more; branch manager; trustee of a depository organization under the control of trustees; and any person who has a representative or nominee serving in any of those capacities.

*Principal shareholder or owner* means a person who directly or indirectly owns, controls, or holds (either individually or as a member of a group) the power to vote 10 percent or more of any class of voting securities or other voting equity interest of the entity.

### **Confidentiality**

Any individual desiring confidential treatment of specific portions of the report must submit a request in writing with the report. The request must discuss the justification for the requested treatment. The individual's reasons for requesting confidentiality should specifically demonstrate the harm (for example, loss of competitive position, invasion of privacy) that would result from public release of information (5 U.S.C. section 552). Information for which confidential treatment is requested should be: (1) specifically identified in the public portion of the report (by reference to the confidential section); (2) separately bound; and (3) labeled "Confidential." The individual should follow the same procedure for a request for confidential treatment for the subsequent filing of supplemental information to the report.

The individual should contact the appropriate regulatory agency for specific instructions regarding requests for confidential treatment. The agency will determine whether the information will be treated as confidential and will advise the individual of any decision to make available to the public information labeled "Confidential."

# INTERAGENCY BIOGRAPHICAL AND FINANCIAL REPORT

This is filed with respect to:

Broadstreet Financial Services, Inc./Wal-Mart Bank

Name of Subject Institution or Holding Company, Location

Type of Filing	Position
<input type="checkbox"/> Bank or Thrift Charter	<input type="checkbox"/> Organizer
<input type="checkbox"/> Bank or Thrift Holding Company	<input type="checkbox"/> Director
<input type="checkbox"/> Change in Bank Control	<input checked="" type="checkbox"/> Senior Executive Officer
<input type="checkbox"/> Change in Senior Executive Officer or Director	<input type="checkbox"/> Title: _____
<input type="checkbox"/> Citizenship Waiver	<input type="checkbox"/> Principal Shareholder
<input type="checkbox"/> Charter Conversion	<input type="checkbox"/> Trustee
<input type="checkbox"/> Deposit Insurance	<input type="checkbox"/> Manager
<input type="checkbox"/> Federal Branch or Agency	<input type="checkbox"/> Manager
<input checked="" type="checkbox"/> Other <u>Industrial Bank</u>	<input type="checkbox"/> Other _____

## BIOGRAPHICAL REPORT

### 1. Personal Information

(a) Name McLean Thomas Drennan  
Last First (Middle-no initials)

(b) Residence [REDACTED] (Street Address)  
[REDACTED] (City) [REDACTED] (State) [REDACTED] (ZIP Code) [REDACTED] (Country)

(c) If at residence less than five years, list addresses and dates occupied for past five years.

Date From	Date To	Number and Street	State	ZIP Code	Country
[REDACTED]					

(d) Date of Birth: Month: [REDACTED] Day: [REDACTED] Year: [REDACTED]

(e) Place of Birth: [REDACTED] (City) [REDACTED] (State) [REDACTED] (Country)

(f) United States Social Security Number: [REDACTED]

(g) Citizenship [REDACTED] (Country) (Date, if Naturalized)

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(h) If not a United States citizen, provide:

Passport Number: \_\_\_\_\_

Home Country Identification Number: \_\_\_\_\_

Immigration File Number: \_\_\_\_\_

Father's full name \_\_\_\_\_

Mother's full name, including maiden name \_\_\_\_\_

(i) Telephone and fax numbers where you may be reached during business hours and an e-mail address:

[REDACTED]  
(Area Code, Telephone Number, including Country Code if outside U.S.)

[REDACTED] [REDACTED]  
(Fax Number) E-mail Address

(j) List other names you used and the period of time you used them (for example, your maiden name, name by a former marriage, former name, alias, or nickname). If the other name is your maiden name, put "nee" in front of it.

Tom - *learn m*

## 2. Employment record

(a) List employment in reverse chronological order for the last five years. The list should include the beginning and ending dates of employment, the employer's name and location (city, state), nature of business, title or position, nature of duties, and reason for leaving.

5/01 - Present Wal-Mart Stores, Inc., Bentonville, AR, Director - Financial Services  
4/98 - 3/01 Atlantic States Bank, Fort Myers, FL, SVP/Branch Administration

(b) Have you ever been dismissed or asked to resign from any past employment, including a less than honorable discharge from military service? [REDACTED]

If "yes," provide the employer's name, address, and telephone number; title or position; date of discharge; and explanation.

[REDACTED]

### 3. Education and Professional Credentials

- (a) List each diploma or degree from high schools, colleges, universities, or other schools.

<u>School's Name/Location</u>	<u>From</u>	<u>To</u>	<u>Degree</u>
[REDACTED] Denison University	[REDACTED] 1983	[REDACTED] 1987	[REDACTED] BA, Economics

- (b) List each professional license or similar certificate you now hold or have held (for example, Attorney, Physician, CPA, NASD or SEC registration).

<u>License</u>	<u>Issuing Authority</u>	<u>Date Issued</u>	<u>Status</u>	<u>Expiration</u>
N/A				

### 4. Business and Banking Affiliations

- (a) List any company with which you are associated, providing the company name, location, nature or type of business, position held or relationship to the company, ownership percentage, and beginning date of the relationship.

[REDACTED]

- (b) List the name of any depository institution or depository institution holding company with which you are or were associated. Also list the location, nature of banking activity, position held or relationship, ownership percentage, and beginning and ending dates of the relationship.

First Citizens BancShares, Raleigh, NC, SVP/Branch Administration - 1998-2001  
SouthTrust Bank, Birmingham, AL, Branch Administration - 1995-1998  
Barnett Bank (n/k/a Bank of America), Jacksonville, FL, Branch Manager-1988-1995

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FOIA Redaction Page Sheet

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[ <input checked="" type="checkbox"/> ]	(b) (6)						
[ <input type="checkbox"/> ]	(b) (7)	(A)	(B)	(C)	(D)	(E)	(F)
[ <input type="checkbox"/> ]	(b) (8)						
[ <input type="checkbox"/> ]							

The page(s) being withheld may be referred to as:

personal and financial information



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### Privacy Act Notice

The solicitation and collection of this information, including a Social Security Number, is authorized by those statutes that require an appropriate federal banking agency to determine the competence, experience, integrity, and financial ability of individuals proposing to serve a federally regulated financial institution in an official capacity – that is, as a director, officer, employee, or principal shareholder. These statutes include: 12 U.S.C. § 27 (national bank charters); 12 U.S.C. § 1464 (federal savings bank charters); 12 U.S.C. § 1815 (federal deposit insurance); 12 U.S.C. § 1817(j) (changes in control of insured depository institutions); and 12 U.S.C. § 1831(i) (agency disapproval of directors and senior executive officers of insured depository institutions or depository institution holding companies). The provision of requested information, including a Social Security Number, is voluntary. However, the failure to provide any requested information may result in denial, disapproval, or delay in the processing of an application or notice.

Depending on the manner in which an appropriate federal banking agency maintains solicited information, some or all of that information may be subject to the Privacy Act of 1974, 5 U.S.C. § 552a. In such instances, disclosures of covered information may be made to: (1) third parties to complete background checks; (2) financial institutions for supervisory purposes; (3) governmental, tribal, self-regulatory, or professional organizations when information is relevant to either a known or suspected violation of law or licensing standard or relevant and necessary to the governmental or self-regulatory organization's regulation or supervision of financial service providers; (4) the Department of Justice, a court, an adjudicative body, a party in litigation, or a witness when relevant and necessary to a legal or administrative proceeding; (5) congressional offices when the information is relevant to an inquiry initiated on behalf of its provider; (6) an agency's contractors or agents; and (7) other third parties when mandated or authorized by statute.

Additionally, while certain of the solicited information is exempt from disclosure under the Freedom of Information Act because disclosure would constitute a clearly unwarranted invasion of personal privacy, other information is not exempt. Nonexempt information will ordinarily include the names of individuals, the financial institutions that they propose to serve, the statutory context in which information has been provided, and prior bank-related employment and affiliation.


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### CERTIFICATION

*\*If a joint financial statement is being submitted, both parties should complete the "Certification."*

I understand that the appropriate regulatory agency may conduct extensive checks into my background, experience, and related matters in conjunction with my application or filing. I certify that the information contained in the biographical report and financial report, including all attachments, has been carefully examined by me and is true, correct, and complete. I acknowledge that any misrepresentation or omission of a material fact constitutes fraud in the inducement and may subject me to legal sanctions provided by 18 U.S.C. §§ 1001 and 1007.

Signed this 27th day of June, 2005.

  
\_\_\_\_\_  
Signature  
Thomas D McLean  
\_\_\_\_\_  
Print or type name  
\_\_\_\_\_  
Title (if applicable)

\_\_\_\_\_  
Signature\*  
\_\_\_\_\_  
Print or Type name  
\_\_\_\_\_  
Title (if applicable)

**Thomas D. McLean**  
**Chief Operating Officer**  
**Technology and Compliance Officer**

**Fingerprint Card**

Thomas D. McLean  
Fingerprint Card

**WAL-MART BANK**

**FOIA Redaction Page Sheet**

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[ ]	(b) (8)					
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print card / FBI prows sheet

**Thomas D. McLean**  
**Chief Operating Officer**  
**Technology and Compliance Officer**

**Résumé**

Thomas D. McLean

**PROFILE:**

[REDACTED]

**EXPERIENCE:**

Wal-Mart Stores, Inc – Bentonville, Arkansas  
*Director-Financial Services*

2001-Present

[REDACTED]

[REDACTED]

**Atlantic States Bank – Fort Myers, Florida**  
***Senior Vice President-In-Store Banking Administrator***

**1998-2001**

[REDACTED]

**SouthTrust Bank – Sarasota, Florida**  
***Area Retail Manager***

**1995-1998**

[REDACTED]

**Barnett Bank – Sarasota, Florida**  
***Branch Manager/Loan Officer***

**1988-1995**

[REDACTED]

### **CAREER ACCOMPLISHMENTS**

***Consumer Federation of America:*** Advisory Board Member.

***Leadership Charlotte/Leadership Bonita Springs:*** One of 25 business members selected to participate in programs focusing on local education, government and economy.

***New Leaders Council of Employee Volunteer Center.***

***Annual Tennis Tournament Chairman:*** Founder and coordinator of annual fundraiser to benefit local charities.

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## COMMUNITY INVOLVEMENT

***Lou Gehrig's Disease Association of Southwest Florida:*** President and Board Member. Established new charter promoting awareness and education, creating fund-raising opportunities and providing resources to those afflicted with the disease (ALS).

***American Heart Association:*** President and Board Member. Held positions as American Heart Walk Co-Chairman and Volunteer Recruitment and Retention Chairman.

***United Way:*** Annual participant in Fundraising Campaign, Loaned Executive, Business Development Officer and Chairman for Annual Tennis Tournament.

[REDACTED]

***Kiwanis Club:*** Secretary and Board Member.

***Economic Development Council:*** Membership Chairman.

## EDUCATION

**Denison University – Granville, Ohio**  
Bachelor of Arts degree in Economics.

**Diploma, 1987**

[REDACTED]

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**Thomas D. McLean**  
**Chief Operating Officer**  
**Technology and Compliance Officer**

**Job Description**

## **JOB DESCRIPTION**

### **WAL-MART BANK**

#### **CHIEF OPERATING OFFICER/TECHNOLOGY & COMPLIANCE OFFICER**

**Department:** Executive

**Reports to:** Chief Executive Officer

**Supervises:** Consumer compliance, any support staff needed for PC support, data processing, vendor management, development of technology solutions and systems security.

**Summary:** Manages all technology solutions for the bank from development, revision and implementation to maintenance. Responsible for the management of costs incurred to support technology-based delivery of all services offered by the bank. Also responsible for all PC, data processing or technology security whether outsourced or in house. Works interactively with the CEO and other senior management on Strategic Planning, particularly as such planning relates to systems or technology solutions or services provided to sole shareholder, regulatory compliance or bank efficiencies; and other bank opportunities or problem-solving.

#### **Job Requirements:**

- Bachelor's degree (preferred) in management information systems, business administration, computer science, banking, economics or related field.
- Good background in operational systems and "back office" technology solutions, correspondent banking relationships, internal controls, security and regulatory matters including rules and regulations.
- Minimum of 7 years or more of banking, data processing or MIS management and operations experience.
- Excellent knowledge of technology solutions for operational systems and support.
- Excellent ability to define problems, collect data, establish facts and draw valid conclusions.
- Excellent knowledge of traditional bank data processing, security and disaster recovery policies and practices plus good background in identifying and evolving innovative ideas into prudent and profitable results.
- Extensive ability to read, analyze and interpret government regulations, trade journals and legal documents. Must be able to respond to common inquiries from regulatory agencies, courts and outside consultants.
- High-level analytical and communication skills.
- Ability to manage a group of highly trained professionals.

#### **Specific Job Functions:**

- Works with the CEO on meeting the current and long-range objectives, plans and policies of the bank, as directed and approved by the Board of Directors.
- Oversees operations of the Technology and Systems Solutions and Support Department through comparison of operating results with established objectives; ensures that measures are taken to correct unsatisfactory results.
- Interacts with other bank management on strategic activities of the bank, targeted lending and other consumer programs and general ledger support and bank efficiency.
- Reports to CEO and the Board, as directed, on issues including departmental goals, personnel issues, policy revisions and requirements.

## **JOB DESCRIPTION**

### **WAL-MART BANK**

#### **CHIEF OPERATING OFFICER/TECHNOLOGY & COMPLIANCE OFFICER**

- May represent the bank on various national, and/or local trade association and corporate boards and committees.
- Works with service bureaus or other technology vendors to ensure that services are delivered accurately, timely and cost effectively to the bank. Also responsible for ensuring that all vendors meet security and internal control standards.
- Works with bank management and personnel and service bureau or other vendors to ensure efficient operations and flow of information between third parties and bank personnel.
- Assists in the recommendation and implementation of new hardware and software.
- Supervises all activity related to the effective preparation of computer input and output (from the bank's perspective).
- Develops and recommends procedures, objectives and policies for data processing and computer activities.
- Ensures that data processing services and report needs of management are met on a regular basis. Addresses any "down" time or system failures immediately, reporting to CEO and the Board, if necessary, statistics and reasons for lost time, file damage and other relevant information. Makes recommendations and/or takes action to prevent or minimize the possibility for similar systems problems in the future.
- Supervises all computer project scheduling, upgrades, backups and other related activities that may run during business hours.
- Maintains software, hardware and other equipment through routine preventative maintenance, and corrects minor operational problems.
- Maintains and manages routine backup procedures and tape libraries.
- Ensures that backups for computer systems are stored in a secure area.
- Establishes and ensures the security of passwords for systems operations.
- Prepares periodic audit schedules. Monitors implementation and follow-through of departmental audit activities. Approves final audit reports and makes recommendations to the others in executive management to improve the Bank's compliance, internal controls, cost control and revenue enhancement functions, if necessary.
- Presents monthly reports to the Board of Directors and senior management.
- Directs overall administration of the Bank, with direct input from the President & CEO.
- Coordinates all Bank activities in accordance with established policies and procedures; where necessary suggests additional policies and/or procedures or edits of existing policies; assists with the drafting or review of Bank policies and procedural manuals.
- Analyzes problems and develops procedures for their resolution.
- Researches federal and state banking laws and regulations; reviews the bank's policies and procedures and bank contracts; and ensures bank compliance with them.
- Reviews the bank's overall Board-approved risk assessment and control analysis as conducted by outside consultants or auditors.
- Responsible for oversight of the Bank's compliance audit plan, programs and reports. Initiates internal audits to augment outsourced audits in compliance with the Bank's Internal Control System.

## **JOB DESCRIPTION**

### **WAL-MART BANK**

#### **CHIEF OPERATING OFFICER/TECHNOLOGY & COMPLIANCE OFFICER**

- Oversees compliance training to ensure appropriate bank personnel are familiar with laws and regulations; bank policies, practices and procedures; and contract terms. This includes the structuring or outsourcing of specific training programs; and maintenance of training records (who attended which programs when).
- Is responsible for interacting with professionals with whom the bank's Board of Directors or President & CEO has outsourced routine compliance or internal audit functions. This responsibility includes maintaining the compliance and audit work papers, following up on violations or recommendations for improvement, and providing corrective action status reports to the Board of Directors.
- Recommends and assists in the development of improved bank procedures and controls which are indicated as a result of due diligence efforts or routine compliance reviews, internal audit procedures, or regulatory audits.
- Supervises the bank's record retention and destruction policy and ensures it is appropriate.

**Thomas D. McLean**  
**Chief Operating Officer**  
**Technology and Compliance Officer**

**Employment/Compensation Arrangement**

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[ <input type="checkbox"/> ]	(b) (8)					
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Employment Compensation Arrangement  
and Transmittal